

MINUTES
of the
BADMINTON OCEANIA CONFEDERATION
30th ANNUAL GENERAL MEETING
held at
The Star Hotel, Gold Coast, Australia

9.30am on Thursday 18th May 2017

1. Roll Call of Officers and Delegates and Apologies

Geraldine Brown (President and Chair), Nigel Skelt (Deputy President), Julie Carrel (Secretary General), Nadia Bleaken (Development Manager), Robbie Thackham (Coaching and Development Manager), Lynne Nixey (Administration Manager), Loke Poh Wong (Executive Board Member - Australia), Gail Eraio (Executive Board Member – Cook Islands), Dr Amanaki Fakakovikaetau (Executive Board Member – Tonga), Johanna Kou (Executive Board Member – New Caledonia), Michael Alezrah (Executive Board Member – Tahiti), Paul Brettell (Delegate – Australia), Lasse Bundgaard (Delegate – Australia), Ahkim Tikaroa (Delegate – Cook Islands), Steven Low (Delegate – Fiji), Joe Hitchcock (Delegate – NZ), Ian Willans (Delegate – NZ), Sandra Low (Delegate – Guam), Glenn Cox (Observer – NZ), Nynette Sass (Delegate – Samoa), Iokopo Molotii (Delegate – Tuvalu), Kini Karo (Delegate – Papua New Guinea), Vele Karo (Delegate – Papua New Guinea), Ben Exton (PSP Manager)

Apologies – Heather Robson (Life Member – NZ), Robin Bryant (Life Member – AUS), Don Stockins (Former Oceania President – AUS)

MOVED: Nigel Skelt **SECONDED:** Joe Hitchcock

“THAT the apologies be accepted”. Carried unanimously

2. Opening remarks from the Chair

Geraldine Brown welcomed all to the 30th Annual General Meeting of Badminton Oceania. 11 out of 15 Oceania countries are represented.

Geraldine Brown introduced herself to the meeting and invited all those present to stand and introduce themselves.

Nigel Skelt thanked Badminton Australia (particularly Geraldine Brown, Loke Poh Wong and Paul Brettell) for their work in getting the events of the next 2 weeks ie BWF Forum, BWF AGM and Sudirman Cup to the Oceania region.

Voting rights were explained as per Rule 5.4

MOVED: Paul Brettell **SECONDED:** Ian Willans
Carried Unanimously

3. Confirmation of minutes of Annual General Meeting held on 21 February 2016

MOVED: Nigel Skelt **SECONDED:** Joe Hitchcock
"THAT the minutes of the 2016 AGM be received and adopted as true and
accurate record of the meeting".
Carried unanimously

4. Matters Arising

Nil

5. Annual Report and Audited Statement of Accounts

Geraldine Brown congratulated the Office Staff on the production of the Annual Report.

6. Approval of Annual Report, Statement of Accounts and Ratification of 2017 Budget

Geraldine Brown noted that the Board had approved a reserves policy of \$150,000 to be held. Currently this sits at \$133,667.55. This will be added to annually until it reaches the approved amount of NZ\$150,000.

MOVED: Gail Eraio **SECONDED:** Nigel Skelt
"THAT the Annual Report and Financial Statements of 2016 be received".
Carried unanimously

Paul Brettell mentioned funding had increased significantly in the budget and queried if this was likely to continue.

Julie Carrel advised that we are given information at the Continental Meeting held in September as to what the funding level will be for the following year.

Paul Brettell asked Geraldine Brown/Nigel Skelt to raise with the BWF regarding the timing requesting if this amount could be advised earlier to allow BOC to prepare plans and budgets earlier.

Julie Carrel confirmed that we had a significant increase in contestable funding secured in 2016 and we would continue to apply for as much as possible in 2017.

The budget for 2017 has been approved by the Board in February. Nigel Skelt noted that it is a negative budget and money is targeted for specific programmes and expenditure. The first quarter results have already negated some of the negative deficit amount and urged the members not to be concerned.

Julie Carrel noted that we are open to exchange rate fluctuations as our money is received in USD but generally spent in NZD. The current budget was re-worked in February and approved following receipt of the first payments from BWF where we received USD10,000 less than anticipated for one application and the exchange rate calculations needed adjusting due to a fall in the dollar. The BWF had finally confirmed funding for the 2017 year in mid-January. There will be an opportunity mid-year to access some top-up funding which we will apply for.

Paul Brettell requested if in the future the comparative actuals for the previous year and presented alongside the budget. Julie Carrel agreed that it will be done and will do for 2017 and send to all members. A question was asked about Long Service Leave, and if it was accounted for in our accounts – however, as this is not part of staff contracts or NZ employment law, this is not considered necessary.

MOVED: Gail Eraio **SECONDED:** Nigel Skelt
"THAT the 2017 budget be adopted".

Carried unanimously

Geraldine Brown requested that we change the agenda to move the Election of Office Bearers before the constitutional amendments. Meeting agreed.

7: Election of Office Bearers

One nomination received for the position of President – Geraldine Brown

One nomination received for the position of Deputy President – Nigel Skelt

MOVED: Ian Willans **SECONDED:** Joe Hitchcock

“THAT the above nominations are accepted and duly elected”

Carried – Unanimously

Four nominations received for four vacant Board positions (vacated by Gail Eraio, Loke Poh Wong, Nigel Skelt/Johanna Kou and Michael Alezrah).

Loke Poh Wong Australia

Sunardi Li Guam

Johanna Kou New Caledonia

Glenn Cox New Zealand

Three of the vacancies will be for two years and one vacancy will be for one year.

Each of the candidates then spoke to their nomination to the meeting. Sandra Low spoke on behalf of Sunardi Li.

A vote was held to determine which of the nominees would receive the one year term to the Executive.

Scrutineers were nominated and agreed by the meeting – Ben Exton and Robbie Thackham.

Following the vote the Executive terms were declared:

That the following nominees were appointed as Executive Members for a period of two years (2017 – 2018).

Loke Poh Wong, Johanna Kou and Glenn Cox.

That the following nominee was appointed as an Executive Member for a period of one year (2017).

Sunardi Li

Geraldine Brown welcomed those new Board Members.

8: Constitutional amendments/ Motions for which notices have been given

The Staff and Executive have been working on the new constitution over the last year – as per the request from the 2016 AGM.

All legal requirements for this new constitution have been met including timelines.

Dr Amanaki Fakakovikaetau – Executive Member led the discussion.

The process for the Constitution adoption was discussed. Legal opinion has been sought and we are unable to make any changes to the proposed new constitution at the meeting – the constitution must be adopted in full or not adopted at all.

If the constitution is adopted then the meeting can agree amendments that will be passed at a Special General Meeting via electronic means. These amendments to be agreed to and moved at the current meeting.

Ian Willans queried as to whether we could have an SGM via SKYPE rather than via e-mail. This is suitable for countries who have good internet however this is not possible for many of our Island members. Conference calls are also problematic.

A discussion was held regarding the proposed constitution followed with the following amendments agreed:

Amendment – Article 20.2

Delete the existing Article 20.2 and insert Article 20.2 with new wording as follows (as recommended by our Lawyer):

Members of the Executive Board shall serve for a term of four (4) years. The terms of Members of the Executive Board shall be staggered so that no more than one half of the Executive Board shall be re-elected every second year. To that effect, at the commencement of the election of officers at first AGM after the date of adoption of this Constitution, the term of office of all existing members of the Executive Board will terminate. One half of the persons elected as member of the Executive Board (being those Members who receive the most votes in favour of their election) shall be elected for a term of four (4) years, and the other half shall be elected for a term of two (2) years. In the event that insufficient nominations, or only sufficient but no excess nominations, are received in respect of membership of the Executive Board then a ballot shall be held, at the relevant AGM, whereby each delegate representing a Member, who is present and entitled to vote, shall cast one (1) vote in favour of their preferred nominee. The half of the nominees who receive the most votes shall be deemed to have been elected for four (4) years and the remainder of the nominees shall be deemed to have been elected for two (2) years.

Note – Executive members as confirmed at this AGM will still have a vote at the 2018 AGM election for the first AGM as Executive members.

Amendment – Article 20.9

Insert word 'elected'. Delete the existing Article 20.9 and insert Article 20.9 with new wording as follows:

No Member shall have more than two elected representatives on the Executive Board.

Discussion – Article 4.15

Paul Brettell felt the current wording is limiting and should be extended to 'or any other established committee of the board/committee' should be added.

A discussion following with the meeting agreeing:

Amendment - Article 4.15

Delete the existing Article 4.15 and insert Article 4.15 with new wording as follows:

"Governing Board/Committee" means board, executive committee, management committee or any other established and recognised committee of the highest ranked governing entity of the Member.

Discussion – Article 16.2

Paul Brettell believes amendments to constitution should be circulated to members 45 days prior to meetings.

As there is a requirement to receive amendments in and then process them, it was agreed that any amendments should be received in 45 days prior and sent to members within 7 days of receipt of this.

Amendment – Article 16.2

Insert wording to include constitution and seven day clause. Delete the existing Article 16.2 and insert Article 16.2 with new wording as follows:

The Notice of a General Meeting shall provide the deadline to receive proposals for the agenda including proposals from the Executive Board, nominations for any elections and any changes to the constitution which shall not be less than forty-five (45) days before the date of the AGM. Proposals for amendments to the Constitution shall be circulated to all members no less than 38 days prior to the date of the AGM

Amendment - Article 4.12

Remove reference to facsimile. Delete the existing Article 4.12 and insert Article 4.12 with new wording as follows:

"Electronic Means" means electronic transmission of data approved from time to time by the Executive.

Amendment - Article 18.5

Removal of definition of Electronic means which is already included in Article 4.12. Delete the existing Article 18.5 and insert Article 18.5 with new wording as follows:

A Special General Meeting and voting at such meeting, may be conducted by electronic means and such meetings shall have the same standing as meeting in person.

Paul Brettell suggested that the Executive consider the voting rights at meetings sometime in the future. As the current voting rules stand, the Executive could out-vote the members – especially if not all members are present at the meeting. Members should have the ability to have majority of votes.

Amendments as agreed will be sent out with the constitution and a SGM will be called for with votes to be returned by 03rd July – midnight NZ time.

MOVED: Geraldine Brown **SECONDED:** Paul Brettell

“THAT the new constitution be adopted and a Special General Meeting be called to pass amendments as above.”

Carried – Unanimously

9. Appointment of Auditor

David Turner & Associates

MOVED: Paul Brettell **SECONDED:** Joe Hitchcock

“THAT David Turner & Associates be re-appointed as the Auditors for Oceania Badminton”.

Carried unanimously

10. Other Business

Setting of date and place for AGM for 2018.

It was agreed to defer a decision on this to allow time for the Office Staff to work on a budget.

The 2018 BWF AGM will be held in Bangkok, Thailand. A quick look at airfares has noted that costs for the Executive will be almost double the costs for the meeting to be held in Auckland.

It was noted that there are pros and cons for having the Oceania AGM in conjunction with the BWF AGM/Forums.

The Executive Board to make a decision once a budget has been prepared and they have discussed.

Deregistration of Badminton Oceania in Victoria, Australia. Currently we are registered as a Society in both New Zealand and Victoria, Australia. The Executive Committee has agreed that we only now need to be incorporated in New Zealand.

MOVED: Joe Hitchcock **SECONDED:** Loke Poh Wong

“THAT Badminton Oceania is deregistered as a Society in Victoria,
Australia”.

Carried unanimously

Joe Hitchcock – On behalf of Badminton New Zealand, he thanked Badminton Australia for the work that they had done to bring the Sudirman Cup to the region. He noted how important it was for Badminton Oceania to have members on the BWF council and to retain the two members we currently have there.

The meeting broke for morning tea at 10:59am

Meeting resumed at 11:26am

Presentations were made to the meeting from the following:

John Shearer – BWF Development Manager

Julie Carrel – Badminton Oceania Secretary General

Nadia Bleaken – Badminton Oceania Development Manager

Ben Exton – PSP Manager

Robbie Thackham – Coaching and Development Manager

Loke Poh Wong – Chair, Badminton Oceania Events Committee

Lynne Nixey – Member, Badminton Oceania Technical Officials Committee (On behalf of Peter Cocker)

Following presentations Gail Eraio thanked Badminton Oceania for their on-going support of Cook Islands Badminton.

Geraldine Brown thanked the presenters and the staff. She emphasised for Members to keep connecting with the staff and moving forward.

Geraldine advised that there would be a meeting of the incoming Executive Board after lunch and thanked the outgoing members of the Board for their contribution to Badminton Oceania.

Meeting closed at 12:55pm with lunch to follow

President

Badminton Oceania

Date

Secretary General

Badminton Oceania

Date

ACTIONS FROM 2017 AGM:

Issue	Action	Responsibility
2017 Budget	Budget document to be amended to show a comparison with the actuals for the previous financial year and sent out to Members	Secretary General
Special General Meeting	SGM to be called to vote on amendments to Constitution.	Secretary General
2018 AGM	Office to work a budget to compare the costs of the holding the 2018 AGM in Thailand with the BWF AGM or in Auckland in conjunction with Oceania Champs. Executive Board to then confirm location and date of AGM	Secretary General / Office Executive Board
Deregistration of Oceania in Victoria	Office to follow through with de-registration of Badminton Oceania in Victoria	Secretary General / Office